UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

UPTOWN PRODUCE CONNECTION, INC.)
Plaintiff,)
V.)
TRI-COUNTY PRODUCE, INC., ANGELO MARANO; DAVID MARANO; and PATRICIA MARANO, Defendants.)) Case No. 08-cv-3660) Judge Norgle) Magistrate Judge Nolan)
STRUBE CELERY & VEGETABLE CO., MICHAEL J. NAVILIO & SON, INC., COOSEMANS CHICAGO, INC. Intervening Plaintiffs, v.))) Hearing:) Date: July 18, 2008) Time: 10:30 am) Judge: Hon. Charles Norgle
TRI-COUNTY PRODUCE, INC., ANGELO)
MARANO, DAVID MARANO, and PATRICIA MARANO,)

Defendants.

UNOPPOSED MOTION OF STRUBE CELERY & VEGETABLE CO., MICHAEL J. NAVILIO & SON, INC. AND COOSEMANS CHICAGO, INC. FOR LEAVE TO INTERVENE AS PLAINTIFFS PURSUANT TO RULE 24

COME NOW Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc. and Coosemans Chicago, Inc. ("Movants"), by and through undersigned counsel, and respectfully move for leave to intervene as Plaintiffs in this action, pursuant to Rule 24 of the Federal Rules of Civil Procedure, in order to insure a fair and proper hearing for the claims for relief asserted in

their Complaint in Intervention which is attached and incorporated by reference as Exhibit 1. In support thereof, Movants respectfully represent:

- 1. Plaintiff, Uptown Produce Connection, Inc. (the "Plaintiff"), brought this suit against defendants, Tri-County Produce, Inc. ("the Company"), Angelo Marano, David Marano, and Patricia Marano (collectively, the "Defendants") under the Perishable Agricultural Commodities Act, 1930, 7 U.S.C. 499a-499t ("PACA").
- 2. As set forth in the Complaint in Intervention filed herewith, Movants also have claims for relief against Defendants, which arose under or are based upon PACA. Pursuant thereto, Movants also asserts rights in the assets which are, or will be, the subject of any orders entered in this Cause pursuant to 7 U.S.C. 499e(c)(4) (the "PACA Trust").
- 3. This Court has jurisdiction over this action under Section 5(c)(4) of PACA, 7 U.S.C. 499e(c)(4) thereby creating a federal question under 28 U.S.C. 1331. The Court has supplemental jurisdiction over Movants' claims pursuant to 28 U.S.C. 1367(a).
- 4. Movants claim an interest relating to the property and the transactions that are the subject of the action, and Movants are so situated that the disposition of the action may, as a practical matter, impair or impede Movants' abilities to protect that interest.
- 5. In the alternative, the trust claims of Movants and Plaintiff have common questions of law and fact, and the Court should permit Movants to intervene in this action, in the exercise of the Court's discretion.
- 6. The intervention and joinder sought will not deprive the Court of jurisdiction over the subject matter nor over the parties and is in the best interest of justice and judicial economy.
 - 7. Plaintiff does not oppose the relief sought by Movants.

WHEREFORE, Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc. and Coosemans Chicago, Inc., pray this Honorable Court grant them leave to file their Complaint in Intervention instanter.

Dated this 14th day of July, 2008.

McCARRON & DIESS

LAW OFFICES OF WILLIAM B. KOHN

By:s/ Mary Jean Fassett

Mary Jean Fassett, ID#9078552 4900 Massachusetts Ave., N.W. Suite 310 Washington, DC 20016 (202) 364-0400 mjf@mccarronlaw.com By: s/ William B. Kohn

William B. Kohn, ARDC #6196142 150 N. Wacker Drive Suite 1400 Chicago, Illinois 60606 (312) 553-1200 kohn@wbkohnlaw.com

Attorneys for Movants Strube Celery & Vegetable Co. Michael J. Navilio & Son, Inc. Coosemans Chicago, Inc.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the Unopposed Motion of Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc. and Coosemans Chicago, Inc. for Leave to Intervene as Plaintiffs Pursuant to Rule 24, Memorandum in Support, and all Exhibits thereto were served via the Court's ECF system this 14th day of July, 2008, to all counsel of record, and via facsimile and overnight delivery to the following:

Tri-County Produce, Inc. Attn: Richard C. Imming, Esq., Registered Agent 408 Brook Street Elgin, IL 60120-3602 (Facsimile 847-742-9975)

Patricia Marano 408 Brook Street Elgin, IL 60120-3602

Angelo Marano 408 Brook Street Elgin, IL 60120-3602

David Marano 408 Brook Street Elgin, IL 60120-3602

> s/ Mary Jean Fassett Mary Jean Fassett

EXHIBIT 1

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

UPTOWN PRODUCE CONNECTION, INC. Plaintiff,)
v. TRI-COUNTY PRODUCE, INC., ANGELO MARANO; DAVID MARANO; and PATRICIA MARANO, Defendants.) Case No. 08-cv-3660) Judge Norgle) Magistrate Judge Nolan)
STRUBE CELERY & VEGETABLE CO., MICHAEL J. NAVILIO & SON, INC., COOSEMANS CHICAGO, INC. Intervening Plaintiffs, v. TRI-COUNTY PRODUCE, INC., ANGELO MARANO, DAVID MARANO, and PATRICIA MARANO.)) Hearing:) Date: July 18, 2008) Time: 10:30 am) Judge: Hon. Charles Norgle)

Defendants.

COMPLAINT IN INTERVENTION(To Enforce Payment From Produce Trust)

Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc., and Coosemans Chicago, Inc. ("Intervenors"), for their complaint in intervention against defendants, Tri-County Produce, Inc., Angelo Marano, David Marano, and Patricia Marano, allege as follows:

JURISDICTION AND VENUE

- 1. Subject matter jurisdiction is based on Section 5(c)(5) of the Perishable Agricultural Commodities Act, 7 U.S.C. §499e(c)(5) (hereafter "the PACA"), 28 U.S.C. §1331 and 28 U.S.C. §2201.
- 2. Venue in this District is based on 28 U.S.C. §1391 in that (a) intervening plaintiff's claim arose in this district and (b) defendants reside in this district.

PARTIES

- 3. a. Intervening plaintiff, Strube Celery & Vegetable Co. ("Strube"), an Illinois corporation with its principal place of business in Chicago, Illinois, is engaged in the business of buying and selling wholesale quantities of perishable agricultural commodities (hereafter "produce") in interstate commerce and was at all times pertinent herein, a dealer subject to and licensed under the provisions of the PACA as a dealer.
- b. Intervening plaintiff, Michael J. Navilio & Son, Inc. ("Navilio"), an Illinois corporation with its principal place of business in Chicago, Illinois, is engaged in the business of buying and selling wholesale quantities of perishable agricultural commodities (hereafter "produce") in interstate commerce and was at all times pertinent herein, a dealer subject to and licensed under the provisions of the PACA as a dealer.
- c. Intervening plaintiff, Coosemans Chicago, Inc. ("Coosemans"), an Illinois corporation with its principal place of business in Chicago, Illinois, is engaged in the business of buying and selling wholesale quantities of perishable agricultural commodities (hereafter "produce") in interstate commerce and was at all times pertinent herein, a dealer subject to and licensed under the provisions of the PACA as a dealer.
- 4. a. Defendant, Tri-County Produce, Inc. ("Tri-County"), a corporation with a principal place of business in Elgin, Illinois, is engaged in the business of buying

wholesale quantities of produce in interstate commerce and was at all times pertinent herein, a dealer subject to and licensed under the provisions of the PACA as a dealer.

- b. Defendant, Angelo Marano, was the owner, officer, manager and director of Tri-County, during the period of time in question who controlled the day to day operations of Tri-County and was in a position of control over the PACA trust assets belonging to plaintiffs.
- c. Defendant, David Marano, was the owner, officer, manager and director of Tri-County, during the period of time in question who controlled the day to day operations of Tri-County and was in a position of control over the PACA trust assets belonging to plaintiffs.
- d. Defendant, Patricia Marano, was the owner, officer, manager and director of Tri-County, during the period of time in question who controlled the day to day operations of Tri-County and was in a position of control over the PACA trust assets belonging to plaintiffs. (Tri-County, Angelo Marano, David Marano, and Patricia Marano are hereinafter collectively referred to as "Tri-County Defendants").

GENERAL ALLEGATIONS

- 5. This action is brought to obtain declaratory relief and to enforce the trust provisions of P.L. 98-273, the 1984 amendment to Section 5 of the PACA, 7 U.S.C. §499e(c).
- 6. Between May 20, 2008, and June 26, 2008, intervening plaintiff Strube sold and delivered to the Tri-County defendants, in interstate commerce, \$10,642.00 worth of wholesale quantities of produce which remains unpaid.
- 7. Between May 13, 2008, and June 26, 2008, intervening plaintiff Navilio sold and delivered to the Tri-County defendants, in interstate commerce, \$9,119.50 worth of

wholesale quantities of produce which remains unpaid.

- 8. Between June 4, 2008 and June 26, 2008, intervening plaintiff Coosemans sold and delivered to Tri-County defendants, in interstate commerce, \$2,986.00 worth of wholesale quantities of produce which remains unpaid.
 - 9. The Tri-County defendants accepted the produce from intervening plaintiffs.
- 10. At the time of receipt of the produce, intervening plaintiffs became beneficiaries in a statutory trust designed to assure payment to produce suppliers. The trust consists of all produce or produce-related assets, including all funds commingled with funds from other sources and all assets procured by such funds, in the possession or control of defendants since the creation of the trust.
- 11. Intervening Plaintiffs Strube and Navilio preserved their interests in the PACA trust by sending invoices to the Tri-County defendants which contained the language required by 7 U.S.C. § 499e(c)(4) and remain beneficiaries until full payment is made for the produce. A sampling of invoices from Strube and Navilio to Tri-County defendants are attached hereto as Exhibits A and B. All of the invoices from Strube and Navilio to Tri-County defendants contain the requisite statutory language.
- 12. Intervening Plaintiff Coosemans preserved its interest in the PACA trust by sending a written notice of intent to preserve trust benefits to the Tri-County defendants pursuant to 7 U.S.C. § 499e(c)(3) and remains a beneficiary until full payment is made for the produce. A copy of the notice of intent to preserve trust benefits is attached hereto as Exhibit C. A sampling of invoices from Coosemans to Tri-County defendants is attached hereto as Exhibit D.

- 13. Despite demand for payment, the Tri-County defendants have failed and refuse to pay intervening plaintiffs for the wholesale quantities of produce supplied by intervening plaintiffs, and have advised intervening plaintiffs they are unable to do so at this time. Upon information and belief, Tri-County has ceased operations.
- 14. The Tri-County defendants' failure and inability to pay, as well as the cessation of operations without paying intervening plaintiffs, indicate that they are failing to maintain sufficient assets in the statutory trust to pay intervening plaintiffs and are dissipating trust assets.

Count 1

(Failure to Pay Trust Funds)

- 15. Intervening plaintiffs incorporate each and every allegation set forth in paragraphs 1 to 14 above as if fully set forth herein.
- 16. The failure of the Tri-County defendants to make payment to intervening plaintiffs of trust funds in the collective amount of \$22,747.50 from the statutory trust is a violation of PACA and PACA regulations, and is unlawful.

WHEREFORE, intervening plaintiffs requests an order enforcing payment from the trust by requiring immediate payment of \$10,642.00 to Strube, \$9,119.50 to Navilio, and \$2,986.00 to Coosemans, and for such other and further relief as the Court deems appropriate.

Count 2

(Failure to Pay For Goods Sold)

17. Intervening plaintiffs incorporate each and every allegation set forth in paragraphs 1 to 16 above as if fully set forth herein.

18. The Tri-County Defendants failed and refused to pay intervening plaintiffs \$22,747.50 owed to intervening plaintiffs for produce received by them from intervening plaintiffs.

WHEREFORE, intervening plaintiffs request judgment in the amount of \$10,642.00 to Strube, \$9,119.50 to Navilio, and \$2,986.00 to Coosemans against the Tri-County defendants, jointly and severally, and for such other and further relief as the Court deems appropriate.

Count 3

(Unlawful Dissipation of Trust Assets by a Corporate Official – Angelo Marano)

- 19. Intervening plaintiffs incorporate each and every allegation set forth in paragraph 1 to 18 above as if fully set forth herein.
- 20. Defendant, Angelo Marano, was an owner, officer and director who operated Tri-County during the period of time in question and who was in a position of control over the PACA trust assets belonging to intervening plaintiffs.
- 21. Defendant, Angelo Marano, failed to direct the corporation to fulfill its statutory duties to preserve PACA trust assets and pay intervening plaintiffs for the produce supplied.
- 22. Defendant, Angelo Marano's failure to direct the corporation to maintain PACA trust assets and pay intervening plaintiffs for the produce they supplied was an unlawful dissipation of trust assets by a corporate official.
- 23. As a result of said unlawful dissipation of trust assets, intervening plaintiffs have been deprived of their rights as beneficiaries in the produce trust and have been denied payment for the produce they supplied.

WHEREFORE, intervening plaintiffs requests judgment against defendant, Angelo Marano, in the amount of \$10,642.00 to Strube, \$9,119.50 to Navilio, and \$2,986.00 to Coosemans, and for such other and further relief as the Court deems appropriate.

Count 4 (Unlawful Dissipation of Trust Assets by a Corporate Official – David Marano)

- 24. Intervening plaintiffs incorporate each and every allegation set forth in paragraph 1 to 23 above as if fully set forth herein.
- 25. Defendant, David Marano, was an owner, officer and director who operated Tri-County during the period of time in question and who was in a position of control over the PACA trust assets belonging to intervening plaintiffs.
- 26. Defendant, David Marano, failed to direct the corporation to fulfill its statutory duties to preserve PACA trust assets and pay intervening plaintiffs for the produce supplied.
- 27. Defendant, David Marano's failure to direct the corporation to maintain PACA trust assets and pay intervening plaintiffs for the produce they supplied was an unlawful dissipation of trust assets by a corporate official.
- 28. As a result of said unlawful dissipation of trust assets, intervening plaintiffs have been deprived of their rights as beneficiaries in the produce trust and have been denied payment for the produce they supplied.

WHEREFORE, intervening plaintiffs requests judgment against defendant, David Marano, in the amount of \$10,642.00 to Strube, \$9,119.50 to Navilio, and \$2,986.00 to Coosemans, and for such other and further relief as the Court deems appropriate.

Count 5

(Unlawful Dissipation of Trust Assets by a Corporate Official – Patricia Marano)

- 29. Intervening plaintiffs incorporate each and every allegation set forth in paragraph 1 to 28 above as if fully set forth herein.
- 30. Defendant, Patricia Marano, was an owner, officer and director who operated Tri-County during the period of time in question and who was in a position of control over the PACA trust assets belonging to intervening plaintiffs.
- 31. Defendant, Patricia Marano, failed to direct the corporation to fulfill its statutory duties to preserve PACA trust assets and pay intervening plaintiffs for the produce supplied.
- 32. Defendant, Patricia Marano's failure to direct the corporation to maintain PACA trust assets and pay intervening plaintiffs for the produce they supplied was an unlawful dissipation of trust assets by a corporate official.
- 33. As a result of said unlawful dissipation of trust assets, intervening plaintiffs have been deprived of their rights as beneficiaries in the produce trust and have been denied payment for the produce they supplied.

WHEREFORE, intervening plaintiffs requests judgment against defendant, Patricia Marano, in the amount of \$10,642.00 to Strube, \$9,119.50 to Navilio, and \$2,986.00 to Coosemans, and for such other and further relief as the Court deems appropriate.

Count 6

(Interest and Attorneys Fees)

34. Intervening plaintiffs incorporate each and every allegation set forth in paragraphs 1to 33 above as if fully set forth herein.

- 35. As a result of defendants' failure to make full payment promptly of the collective amount of \$22,747.50, intervening plaintiffs have lost the use of said funds and have been required to pay attorney's fees and costs in order to bring this action to require defendants to comply with their statutory duties.
- 24. PACA and the invoices of intervening plaintiffs entitle intervening plaintiffs to recover prejudgment interest at a rate of 1.5% per month and attorney's fees incurred to collect any balance due from defendants.

WHEREFORE, intervening plaintiffs requests judgment against each of the defendants, jointly and severally, for prejudgment interest, costs and attorneys fees. Dated this 14th day of July, 2008.

McCARRON & DIESS

LAW OFFICES OF WILLIAM B. KOHN

By:s/ Mary Jean Fassett

Mary Jean Fassett, ID#9078552 4900 Massachusetts Ave., N.W. Suite 310 Washington, DC 20016 (202) 364-0400 mjf@mccarronlaw.com

By: s/ William B. Kohn

William B. Kohn, ARDC#6196142 150 N. Wacker Drive **Suite 1400** Chicago, Illinois 60606 (312) 553-1200 kohn@wbkohnlaw.com

Attorneys for Intervening Plaintiffs

EXHIBIT A

Page 12 of 22²007

2404 S. Wolcott Ave. 16-20 Chicago, Illinois 60608

STRUBECELERY & VEGETABLE COMPANY ** PRIMUS CERTIFIED **

Phone 312-226-7880 Fax 312-226-7644

INVOICE #:

72332-10

JS

DATE:

29-MAY-2008 04;22 PM

CUST. NO.:

1036

PO#

SOLD TO:

TRI COUNTY PRODUCE INC.

408 BROOK ST.

** REPRINT **

12

ELGIN,IL 60120

INV #: BOOTH: 72332-10

** ASAP **

TERMS:

Çtg:

TYPE: PACA TERMS

LOT#	QTY	COMMODITY	DEPT.	PRICE	EXT, AMOUNT
	DJ				
85989	5	SPINACH, CELLO 8/10OZ	1	7.50	\$37.50
		3B DEJONG			
	MORG				
85976	3	LIME,230 40LB	1	9.00	\$27.00
		3A LIME GUY			
	AGRI				
85905	1	CABBAGE,MED	1	12.00	\$12.00
		2C CRYSTAL			
	FOOD				
85990	2	RADIŞH,CELLO 6OZ.	1	9.00	\$18.00
		3B CASCASE			******
	ELIT	WHT			
85959	1	MUSH, 160Z.	1	14.50	\$14.50
		4D ELITE			*******
	D'AR				
85968	5	LETTUCE,LEAF GREEN	1	13.00	\$65.00
		3B ANDY BOY		10100	442.00
	D'AR				
85968	10	LETTUCE, ROMAINE	1	14.00	\$140.00
		1A ANDY BOY			***************************************

Pkgs: 27

** PALLETS OUT ____ PALLETS IN ____ **

INVOICE TOTAL:

\$314.00

Office Copy

The perishable agricultural commodities listed on this invoice are sold subject to the statutory trust authorized by Section 5C of the Perisable Agricultural Commodities Act, 1930 (7 U.S.C. 499 (e(c)). The seller of these commodities retains a trust claim over these commodities, all inventories of food or other products derived from these commodities, and any receivables or proceeds from the sale of these commodities until full payment is received". Interest of 1% per month will be added to the unpaid balance and all attorney fee incurred in connection with the collection of any balance due shall be considered owed in connection with the transaction under the PACA Trust.

EXHIBIT B

MICHAEL . MAVILIC 2404 S. VVOLCOT CHICAGO, IL

ICHAEL J. NAVILIO & SON, INC.

TOMATOES, VEGETABLES AND FRUITS

Chicago International Product Market 2404 S. Wolcott, Units 26 - 27, Chicago IL. 60608 Tel. (312) 243 7515 Fax (312) 243-6377

Date: 05/14/08 (03:44:10) #1

Invoice: 176907 Customer: Tri-County

Ship to:

2 CS Cucumbers, 24 count FARMER'S BEST 8.00 =

Eggplant 1 WISHNATZKI 20.00 =

05/14/08 176907

Tri-County

Yellow Peppers, Large CS 11 # LARGE/LEYSON 28.00 =

Red Peppers, 3 Choice CEUTA XL 40.00 =

5 CS Avocados 48'S ALEJANDRINA 5/13 40.00 =**@**

1 Squash, Yellow BAY FANCY 18.00 =

2 CS Zucchini SUNFED FANCY 11.00 =

> CS Broccolini

3/2# 22.00 = 16.00 QUALITY DESCRIPTION CS 20.00 Cucumbers, 24 count 'S BEST 6001 ej ARMER'

CS Eggplant 28.00

597≠ : 0√ Yellow Peppers, Large CS 120.00 11 # LARGE/LEYSON

6026 Red Peppers, Choice 200.00

6018 .ce 18.00 Avocados -JANDRINA

6026 cm

Squash, Yellow 5971 : ct

CS Zucchini 88.00

CS Broccolini

5.97.6 : cx

188 12 City

Duplicat

Total =

512.00

By: Rich

Copy #1

CLAIMS MUST BE MADE WITHIN 24 HOURS OF DELIVERY

Payment due 10 days from the date of acceptance. The perishable agriculture commodities listed on this invoice are sold subject to the statutory trust authorized by section 5(e) of the Perishable Agriculture Commodities Act, 1930 (7 U.S.C.) 499F(C). The seller of these commodities retains a trust claim over these commodities, all inventories of food or other products derived from these commodities, and any receivables or proceeds from the sale of these commodities until full payment is received. Buyer agrees to pay interest of 1 1/2% per month on the annual balance and all collection costs including attorney's fees shall be considered sums awed in connection with this transaction under the PACA trust.

MICHAEL J. NAVILIO & SON INC. 2404 S. WOLCOTT - UNIT 28 CHICAGO, 1L 60608

05/15/08 177086 Tri-County CHAEL I NAVILIO & SON. I

TOMATOES, VEGETABLES AND FRUITS 🗪

PRICE

THUOMA

6001. :cr

5975 : cr

Chicago International Product Market 2404 S. Wolcott, Units 26 - 27, Chicago IL. 60608 Tel. (312) 243 7515 Fax (312) 243-6377

Date: Invoice: 05/15/08 (03:45:12) #1 Customer: 177086

Ship to: Tri-County

16.00

32.00

QUALITY

24.00 12.00 =

CS Avocados 5 48'S ALEJANDRINA (240)

CS Cucumbers, Super

CS Squash, Yellow

CS Zucchini

40.00 = 200.00

16.00 =

16.00 =

CS Cucumbers, Super

DESCRIPTION

CS Squash, Yellow

CS Zucchini

6026 : сп CS Avocados SEE RICH

Duplicat

FARMER'S BEST

SUNFED FANCY

2

SONORA QUEEN FANCY

2

Total =

272.00

By: Dean

Copy #1

CLAIMS MUST BE MADE WITHIN 24 HOURS OF DELIVERY

Payment due 10 days from the date of acceptance. The perishable agriculture commodities listed on this invoice are sold subject to the statutory trust authorized by section 5(c) of the Perishable Agriculture Commodities Act, 1930 (7 U.S.C.) 499E(C). The seller of these commodities retains a trust claim over these commodities, all inventorics of food or other products derived from these commodities, and any receivables or proceeds from the sale of these commodities until full payment is received. Buyer agrees to pay interest of 1 1/2% per month on the unpaid balance and all collection costs including attorney's fees shall be considered sums owed in connection with this transaction under the PACA trust.

EXHIBIT C

PERISHABLE AGRICULTURAL COMMODITIES ACT NOTICE OF INTENT TO PRESERVE TRUST BENEFITS

DATE:

10-Jul-08

DEBTOR'S NAME:

Tri-Country Produce, Inc.

STREET ADDRESS:

408 Brook Street

CITY, STATE, ZIP:

Elgin, Illinois 60120

CREDITOR'S NAME:

Coosemans Chicago, Inc.

STREET ADDRESS:

2404 S. Wolcott, Unit # 13

CITY, STATE:

Chicago, Illinois 60608

PAYMENT IN DAYS:

10

NUMBER OF SHIPMENTS:

16

COMMODITY:

MIXED FRUITS AND VEGETABLES

Invoice Number	Date of Shipment/ Acceptance	Date Payment Due	Invoice <u>Price</u>		nount Past ue/Unpaid
576351	6/4/2008	6/14/2008	\$ 181.50	\$	181.50
576591	6/5/2008	6/15/2008	\$ 212.00	\$	212.00
576797	6/6/2008	6/16/2008	\$ 89.00	\$	89.00
577493	6/10/2008	6/20/2008	\$ 267.50	\$	267.50
577705	6/11/2008	6/21/2008	\$ 220.50	\$	220.50
577707	6/11/2008	6/21/2008	\$ 7.50	\$	7.50
577870	6/12/2008	6/22/2008	\$ 21.00	\$	21.00
577899	6/12/2008	6/22/2008	\$ 339.00	\$	339.00
577926	6/12/2008	6/22/2008	\$ 7.50	\$	7.50
578774	6/17/2008	6/27/2008	\$ 342.00	\$	342.00
578969	6/18/2008	6/28/2008	\$ 355.50	\$	355.50
579148	6/19/2008	6/29/2008	\$ 304.00	\$	304.00
579380	6/20/2008	6/30/2008	\$ \$ 121.00		121.00
579382	6/20/2008	6/30/2008	\$ 123.50	\$	123.50
580092	6/25/2008	7/5/2008	\$ \$ 214.00		214.00
580269	6/26/2008	7/6/2008	\$ 180.50	\$	180.50

TOTAL AMOUNT PAST DUE AND UNPAID:

\$ 2,986.00

TO: Tri-County Produce, Inc, (via fax 847-742-9975)

TRANSMISSION VERIFICATION REPORT

TIME : 07/10/2008 14:53 NAME : MCCARRON AND DIESS

FAX : 2023642731 TEL : 2023640400 SER.# : BROL1J759673

DATE,TIME FAX NO./NAME DURATION PAGE(S) RESULT MODE 07/10 14:52 18477429975 00:00:45 01 OK STANDARD ECM

PERISHABLE AGRICULTURAL COMMODITIES ACT NOTICE OF INTENT TO PRESERVE TRUST BENEFITS

DATE:

10-Jul-08

DEBTOR'S NAME:

Tri-Country Produce, Inc.

STREET ADDRESS:

408 Brook Street

CITY, STATE, ZIP:

Elgin, Illinois 60120

CREDITOR'S NAME:

Coosemans Chicago, Inc.

STREET ADDRESS:

2404 S. Wolcott, Unit # 13

CITY, STATE:

Chicago, Illinois 60608

PAYMENT IN DAYS:

10

NUMBER OF SHIPMENTS:

16

COMMODITY:

MIXED FRUITS AND VEGETABLES

Invoice Number	Date of Shipment/ Acceptance	Date <u>Payment Due</u>	Invoice <u>Price</u>		ount Past ie/Unpaid
576351 576591 576797 577493 577705	6/4/2008 6/5/2008 6/6/2008 6/10/2008 6/11/2008 6/11/2008	6/14/2008 6/15/2008 6/16/2008 6/20/2008 6/21/2008 6/21/2008	181.50 212.00 89.00 267.50 220.50 7.50	\$ \$ \$ \$ \$ \$ \$	181.50 212.00 89.00 267.50 220.50 7.50

TRANSMISSION VERIFICATION REPORT

TIME : 07/10/2008 14:54 NAME : MCCARRON AND DIESS

FAX : 2023642731 TEL : 2023640400 SER.# : BROL1J759673

DATE,TIME FAX NO./NAME DURATION PAGE(S) RESULT MODE 07/10 14:54 13122266976 00:00:23 01

OŘ STANDARD ECM

PERISHABLE AGRICULTURAL COMMODITIES ACT NOTICE OF INTENT TO PRESERVE TRUST BENEFITS

DATE:

10-Jul-08

DEBTOR'S NAME:

Tri-Country Produce, Inc.

STREET ADDRESS:

408 Brook Street

CITY, STATE, ZIP:

Elgin, Illinois 60120

CREDITOR'S NAME:

Coosemans Chicago, Inc.

STREET ADDRESS:

PAYMENT IN DAYS:

2404 S. Wolcott, Unit # 13 Chicago, Illinois 60608

CITY, STATE:

10

NUMBER OF SHIPMENTS:

16

COMMODITY:

MIXED FRUITS AND VEGETABLES

Invoice Number	Date of Shipment/ Acceptance	Date <u>Payment Due</u>	Invoice <u>Price</u>	 ount Past e/Unpaid
576351	6/4/2008	6/14/2008	\$ 181.50	\$ 181.50
576591	6/5/2008	6/15/2008	\$ 212.00	\$ 212.00
576797	6/6/2008	6/16/2008	\$ 89.00	\$ 89.00
577493	6/10/2008	6/20/2008	\$ 267.50	\$ 267.50
577705	6/11/2008	6/21/2008	\$ 220.50	\$ 220.50
577707	6/11/2008	6/21/2008	\$ 7.50	\$ 7.50

EXHIBIT D

JUL-10 CASE 110815v-03660 CORSENTACH 2002

COOSEMANS CHICAGO, INC.

2404 S. Wolcott, Unit #13 • Chicago, IL 60608 Tel: (312) 226-6972 • FAX: (312) 226-6976

١,	Filed 07/16/200	08 13 page 2 f 3 f 6 5 9 19 19 19 19 19 19 19 19 19 19 19 19 1
•	Sold To:	TRI COUNTY
	'Address: _	

Telephone:

TERM	AS DAYS NET	P.O. #			OR	DERED BY		s	ОГО ВА		PT	DA	ATE {p	-5-08
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	BELGIUM ENDIVE					WATER CRESS					RED PEPPER		7	
	BABY FRIBEE					HYDRO BIBB					YELLOW PEPPER	·		
	RADICCHIO					HYDRO BOSTON			·		ORANGE PEPPER		+	
	KACHE					CRISPER	- 				FINGERHOT	· · · · · · · · · · · · · · · · · · ·	+	+
15	MESCLUN		(090			ARUGULA		*******			FIGS		+	
12	LOLLA ROSA		1000			BASIL (H)		500			STAR FRUIT		+	
						CHERVIL		-7~			KUMQUAT		+	-
	BABY RED OAK										BLOOD ORANGES			
	BABY GREEN CAN					CHIVES CILANTRO					LEMON LEAVES		+	
-	BABY MIX LETTUC				-	TARAGON					PORTOBELLA		_	
	BABY GREEN ROLL BABY RED ROLL					MARJORAM		-		-	CRIMINI		1600	
		INE /				MINT		790			OYSTER		1000	
	GARDEN /					OREGANO					ASHITAKE	<u> </u>		
	AMERICAN/			-			}				B-SHITAKE		+	
	FX BABY PINACI	_				ROSEMARY SAGE					PORT CAP			
	CAESAN	<u> </u>							. ,			<u> </u>	-}	
	LITE CAESAR					THYME					SLICED PORT	1.1		-
	COLE SLAW					MICRO GREEN			····		BABY BELLA	+ \-	 	-
	DOUBLE CARROT					ORCHID /	\ 					 \ 	+	+
	SWEET BUTTER					FRENCHBEAN	\						+	
	FIELD GREEN	<u> </u>	ļ			BABY ZUKE							-	
	ITALIAN		L			BABY SUNBURS							<u> </u>	
	5-LETTUCE BLEN	9				BABY PATTY PAN								
	RIVERIA	<u> </u>				BABY CARROT			-					
	CAL CRISPER	<u> </u>				TURN CARROT								
	ROMAINE HEART					BABY TURNIP	<u> </u>							
	SHRED LETTUCE					BARY SEFT					,		.1	
	SPRING MIX					BABY GOLD BEET							.]	
	VEGGIE LOVER				· .	BABY STRIPE BEET								
	asian	1			4	SEEDLESS CUICE		الهال						
	BLT CAESAR					BASY EGGPLANT						,		
	SALSA		,			BEEF TOMATO								
	TRIPLE HEART					VINE TOMATO								
	LETTUCE TRIO	Î				GRAPE TOMATO							7	
	PREMIUM ROMAIN	Œ				DESERT GLORY								
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	ALFALFA CUPS	1				RED CHERRY TOMATO			***************************************				1	
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	S COL GARLIC	***				LARGE GRASS	-						1	
····	ELEPHANT GARL	ć				STANDARD GRASS								
	PEELED GARLIC	 				SMALL CRASS			7		<u> </u>			
	DRY SHALLOTS					WHITE GRASS				$\vdash \vdash$			+	-
	PEELED SHALLO	rs .				ANISE							+	
	W-R-G PRL ONION					TUSCAN KALE				\vdash			+	
	CIPOLLINI	·	 										1	
					-	SHANG HAI	*						+	
	BOILER FINGERLING					ARTICHOKE					<u> </u>			
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TUL-10-C999 11-10日表v-03660 COUSEMANS CHICAGO, INC.

2404 S. Wolcott, Unit #13 • Chicago, IL 60608 Tel: (312) 226-6972 • FAX: (312) 226-6976

)	Filed 07/16/20	008 1743g22257622 P.17/19 NVOICE #
•	Sold To:	TRI COUNTY
	Address:	

BELGIUM EN BELGIUM EN BABY FRISS: RADICCHIO MACHE 12 MESCLUN LOLLA ROSA BABY GREEN BABY GREEN BABY GREEN BABY GREEN GARDEN AMERICAN FX BABY RED. LITE CAESAR COLE SLAW DOUBLE CAR SWEET BUTT FIELD-GREEN TALIAN FALTA CUP STRING-MEX. VEGGIELDVE ASIAN BUT CAESAR CAESAR TRIPLE-HEAR LETTUCE-BRICAN FREMUM ROI SUSO BLEND SWEET BABY VEG SPRING A LFALFA CUP BEAN SPROUT S COL GARLIC LETTUCE-BRICAN FREMUM ROI SUSO BLEND SWEET BABY VEG SPRING A LFALFA CUP BEAN SPROUT BEAN SPROUT S COL GARLIC LEPHANT GA PEELED GARL CIPOLLINI BOLFR FINGERLING	TERMS P.O. #				RDERED BY	SOLD BY			LDATE:				
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ELEPHANT GA PEELED GARL DRY SHALLOT PEELED SHALL W-R-G PRL ON CIPOLLINI BOLLER FINGERLING ime must be mad						IUMBO GRASS		T		***************************************			
PEELED GARL DRY SHALLOT PEELED SHALI W-R-G PRL ON CIPOLLINI BOLLER FINGERLING ims must be mad	-					ARGE GRASS			\dashv		- 		
DRY SHALLOT PEELED SHALL W-R-G PRL ON CIPOLLINI BOILER FINGERLING ime must be mad						TANDARD GRASS							
PEELED SHALI W-R-G PRL ON CIPOLLINI BOILER FINGERLING ime must be mad						MALL GRASS		 					
W-R-G PRL ON CIPOLLINI BOILER FINGERLING ims must be mad					_	WHITE GRASS	-,,,,,	 	-+			····-	
W-R-G PRL ON CIPOLLINI BOILER FINGERLING ims must be mad				T - T		MISE ·				,			
CIPOLLINI BOILER FINGERLING ims must be mad						USCAN KALE	····	 		***			
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UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

UPTOWN PRODUCE CONNECTION, INC.)
Plaintiff,)
V.)
TRI-COUNTY PRODUCE, INC., ANGELO MARANO; DAVID MARANO; and PATRICIA MARANO, Defendants.)) Case No. 08-cv-3660) Judge Norgle) Magistrate Judge Nolan)
STRUBE CELERY & VEGETABLE CO., MICHAEL J. NAVILIO & SON, INC., COOSEMANS CHICAGO, INC. Intervening Plaintiffs, v. TRI-COUNTY PRODUCE, INC., ANGELO MARANO, DAVID MARANO, and PATRICIA MARANO.))) Hearing:) Date: July 18, 2008) Time: 10:30 am) Judge: Hon. Charles Norgle)

Defendants.

ORDER GRANTING MOTION OF STRUBE CELERY & VEGETABLE CO., MICHAEL J. NAVILIO & SON, INC., AND COOSEMANS CHICAGO, INC. FOR LEAVE TO INTERVENE AS PLAINTIFFS UNDER RULE 24

Upon consideration the Motion of Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc., and Coosemans Chicago, Inc. For Leave to Intervene as Plaintiffs Under Rule 24, it is the opinion of the Court that the motion should be granted in order to protect the rights all parties, including other potential qualified PACA trust beneficiaries.

It is ORDERED that Strube Celery & Vegetable Co., Michael J. Navilio & Son, Inc., and
Coosemans Chicago, Inc. are granted leave to intervene as Plaintiffs and file their Complaint in
Intervention instanter.
ENTERED this day of, 2008.

UNITED STATES DISTRICT JUDGE